

Justin T. Quinn
ROBINSON MILLER LLC
One Newark Center
Newark, New Jersey 07102
Telephone No.: (973) 690-5400
Facsimile No.: (973) 466-2760
JQuinn@rwmlegal.com

Frank M. Gasparo (*Pro Hac Vice*)
Ralph A. Dengler (*Pro Hac Vice*)
Todd M. Noshier
Andrew P. MacArthur
Gianna E. Cricco-Lizza
VENABLE LLP
1270 Avenue of the Americas
New York, New York 10020
Telephone No.: (212) 307-5500
Facsimile No.: (212) 307-5598
FMGasparo@venable.com
RADengler@venable.com
TMNoshier@venable.com
APMacArthur@venable.com
GECricco-Lizza@venable.com

*Attorneys for WMM, LLC and WMM
Holdings, LLC*

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

WAG ACQUISITION, L.L.C.,

Plaintiff,

v.

Data Conversions, Inc., *et al.*,

Defendants.

Civil Action No. 14-02345 (ES) (MAH)

**DECLARATION OF WILLIAM RAINES IN SUPPORT OF WMM, LLC &
WMM HOLDINGS, LLC'S MOTION TO DISMISS FOR IMPROPER
VENUE, OR IN THE ALTERNATIVE, MOTION TO TRANSFER**

I, William Raines, of full age hereby declare and state as follows:

1. I respectfully submit this Declaration in support of Defendants' Joint Motion to Dismiss for Improper Venue, or In the Alternative, Motion to Transfer.

2. My Declaration specifically pertains to WMM, LLC and WMM Holdings, LLC, defendants appearing in Case No. 14-cv-02345.

3. I am competent to testify and I have personal knowledge of the facts stated in this Declaration.

4. I am the Chief Executive Officer ("CEO") of Data Tech Global, LLC the parent company to WMM Holdings, LLC.

5. WMM, LLC is the majority LLC member of Data Tech Global, LLC.

6. In my role as CEO of Data Tech Global, LLC, I am knowledgeable about the business activities, operations and staff of WMM, LLC and WMM Holdings, LLC.

7. Data Tech Global, LLC is a Nevada limited liability company having a registered agent at 701 S. Carson Street, Suite 200, Carson City, Nevada, 89701

8. WMM, LLC is a Nevada limited liability company having a registered agent at 701 S. Carson Street, Suite 200, Carson City, Nevada, 89701.

9. WMM Holdings, LLC is a Nevada limited liability company having a registered agent at 701 S. Carson Street, Suite 200, Carson City, Nevada, 89701.

10. WMM, LLC does not maintain a regular place of business as it is a passive investment group.

11. WMM Holdings, LLC maintains regular and established places of business at 2176 Shattuck Ave, Berkeley, California; and 500 Archdale Drive, Charlotte, North Carolina.

12. Neither WMM, LLC nor WMM Holdings, LLC have ever owned or leased office space in New Jersey.

13. Neither WMM, LLC nor WMM Holdings, LLC have ever owned or leased any other types of property (*e.g.*, servers, storage facilities, motor vehicles, etc.) in New Jersey.

14. Neither WMM, LLC nor WMM Holdings, LLC have a regular or established place of business in New Jersey.

15. Neither WMM, LLC nor WMM Holdings, LLC have ever maintained business records in New Jersey and their employees do not work or reside in New Jersey.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: July 28, 2017



William Raines